

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
	)	
SUNPOWER CORPORATION, <i>et al.</i> , <sup>1</sup>	)	Case No. 24-11649 (CTG)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	<b>Re: Docket Nos. 128, 129, 130, 156</b>

**NOTICE OF FILING OF *FURTHER* REVISED “INTERIM ORDER (I) APPROVING AGENCY AGREEMENT WITH HILCO COMMERCIAL INDUSTRIAL, LLC EFFECTIVE AS OF THE PETITION DATE; (II) AUTHORIZING THE SALE OF REMAINING ASSETS FREE AND CLEAR OF LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES; AND (III) GRANTING RELATED RELIEF”**

PLEASE TAKE NOTICE THAT, on August 13, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Motion of Debtors For Entry of An Order (I) Approving Agency Agreement With Hilco Commercial Industrial, LLC Effective As of the Petition Date; (II) Authorizing the Sale of Remaining Assets Free and Clear of Liens, Claims, Interests, and Encumbrances; and (III) Granting Related Relief* [Docket Nos. 128, 129] (the “Liquidator Motion”<sup>2</sup>) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: SunPower Corporation (8969); SunPower Corporation, Systems (8962); SunPower Capital, LLC (8450); SunPower Capital Services, LLC (9910); SunPower HoldCo, LLC (0454); SunPower North America, LLC (0194); Blue Raven Solar, LLC (3692); Blue Raven Solar Holdings, LLC (4577); BRS Field Ops, LLC (2370); and Falcon Acquisition HoldCo, Inc. (3335). The location of the Debtors' service address for purposes of these chapter 11 cases is: 880 Harbour Way South, Suite 600, Richmond, CA 94804.

<sup>2</sup> On August 13, 2024, the Debtors also filed the (i) *Declaration of Eric W. Kaup in Support of Motion of Debtors for Entry of an Order (I) Approving Agency Agreement with Hilco Commercial Industrial, LLC Effective as of the Petition Date; (II) Authorizing the Sale of Remaining Assets Free and Clear of Liens, Claims, Interests, and Encumbrances; and (III) Granting Related Relief* [Docket Nos. 128; Ex. C, 129; Ex. C] and (ii) *Declaration of Matthew Henry, Chief Transformation Officer of SunPower Corporation In Support of Motion of Debtors For Entry of An Order (I) Approving Agency Agreement With Hilco Commercial Industrial, LLC Effective As of the Petition Date; (II) Authorizing the Sale of Remaining*

PLEASE TAKE FURTHER NOTICE THAT, pursuant to the Liquidator Motion, the Debtors are seeking entry of interim order (the “Interim Order”) and final order (the “Final Order”) in the forms attached to the Liquidator Motion as “Exhibit A” and “Exhibit B” thereto, (i) approving the employment and retention of Hilco Commercial Industrial, LLC (the “Agent” or “Hilco”) for marketing and liquidation purposes, as of August 5, 2024 (the “Petition Date”) consistent with the agency agreement (the “Agency Agreement”),<sup>3</sup> dated as of August 4, 2024, by and between the Debtors and Hilco, attached to the Interim Order and Final Order as Exhibit 1 thereto, (ii) authorizing and approving the sales by the Agent (acting on behalf of the Debtors) of certain solar panels and other inventory free and clear of any liens, claims, interests and encumbrances pursuant to the terms and conditions of the Agency Agreement, and (iii) granting related relief, all as more fully set forth herein and in the Agency Agreement.

PLEASE TAKE FURTHER NOTICE THAT, subsequent to filing and serving the Liquidator Motion, the Debtors and Hilco engaged in discussions with the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) concerning the Liquidator Motion and the relief requested in the Interim Order. Based on the parties’ discussions, the Debtors prepared and filed a revised form of the Interim Order (the “Revised Interim Order”) to address the questions and comments of the U.S. Trustee with respect to the interim relief requested in connection with the Liquidator Motion. *See* Docket No. 156.

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*Assets Free and Clear of Liens, Claims, Interests, and Encumbrances; and (III) Granting Related Relief* Docket No. 130], both in support of the relief requested in the Liquidator Motion.

<sup>3</sup> A detailed description of the Debtors and their business, including the facts and circumstances giving rise to the Debtors’ chapter 11 cases, is set forth in the *Declaration of Matthew Henry, Chief Transformation Officer of SunPower Corporation, in Support of Debtors’ Chapter 11 Petitions and First Day Motions* [Docket No. 9] (the “First Day Declaration”), filed on the Petition Date and incorporated by reference herein. Capitalized terms used, but not otherwise defined, herein shall have the meanings ascribed to them in the First Day Declaration or the Agency Agreement, as applicable.

PLEASE TAKE FURTHER NOTICE THAT, on August 19, 2024, the Debtors filed the Revised Interim Order with the Bankruptcy Court along with a redline of the Revised Interim Order marked against the Interim Order. *See* Docket No. 156.

PLEASE TAKE FURTHER NOTICE THAT, subsequent to filing and serving the Revised Interim Order, the Debtors and Hilco engaged in discussions with the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) concerning the Liquidator Motion and the relief requested in the Interim Order. Based on the parties’ discussions, the Debtors have prepared a further revised form of the Interim Order (the “Further Revised Interim Order”) to address the questions and comments of the Creditors’ Committee with respect to the interim relief requested in connection with the Liquidator Motion.

PLEASE TAKE FURTHER NOTICE THAT, a copy of the Further Revised Interim Order is attached hereto as **Exhibit I**. For the reference of the Bankruptcy Court and other parties-in-interest, a redline of the Further Revised Interim Order marked against the Revised Interim Order is attached hereto as **Exhibit II**, and a cumulative redline of the Further Revised Interim Order marked against the Interim Order is attached hereto as **Exhibit III**.

PLEASE TAKE FURTHER NOTICE THAT the Debtors hereby incorporate the Further Revised Interim Order into the Liquidator Motion as if set forth therein in full.

PLEASE TAKE FURTHER NOTICE THAT a hearing to consider the Liquidator Motion and entry of the Further Revised Interim Order will be held before The Honorable Craig T. Goldblatt at the Bankruptcy Court, 824 North Market Street, 3<sup>rd</sup> Floor, Courtroom 7, Wilmington,

Delaware 19801 on **August 20, 2024 starting at 11:00 a.m. (Eastern Daylight Time)** (the “Interim Hearing”).

PLEASE TAKE FURTHER NOTICE THAT, to the extent that the Debtors make any further changes to the Further Revised Interim Order prior to the Interim Hearing, the Debtors will present such revised documents to the Bankruptcy Court either at or before the Interim Hearing.

*[Remainder of page intentionally left blank]*

Dated: August 20, 2024  
Wilmington, Delaware

*/s/ Jason M. Madron*

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